

AON PLC Reported by ROGERS JOHN W JR

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 05/24/11 for the Period Ending 05/20/11

Telephone (44) 20 7623 5500

CIK 0000315293

Symbol AON

SIC Code 6411 - Insurance Agents, Brokers, and Service

Industry Insurance (Miscellaneous)

Sector Financial

Fiscal Year 12/31





] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP **OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | | | | 2. | 2. Issuer Name and Ticker or Trading Symbol | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|---|-----------|---|--|--|---|-------------|-----------------------|--|--|---|---------|---|--|--|
| ROGERS JOHN W JR | | | | | AON CORP [AOC] | | | | | | | | | _ | |
| (Last) (First) (Middle) | | | 3. | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | Officer | X Director 10% Owner Officer (give title below) Other (specify | | | | | |
| AON CORPORATION - | | | | | 5/20/2011 | | | | | | below) | | | | |
| CORPORATI | | | | | | | | | | | | | | | |
| EAST RANDO | OLPH S | TREE | T, 8TF | I | | | | | | | | | | | |
| FLOOR | | | | | | | | | | | | | | | |
| (Street) | | | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| CHICAGO, II | L 60601 | | | | | | | | | | | | | | |
| (City) | (State) | (Zip) |) | | | | | | | | | | Reporting Per han One Rep | | 1 |
| | | Table I | [- Non-I | Deriv | ati | ve Securit | ies | Acquire | d, Dispos | ed of, or | Beneficially | y Owned | | | |
| 1.Title of Security (Instr. 3) | | | | 2. Tra Date | ins. | 2A. Deemed Execution Date, if any | Coc (Ins | de A D (I | Securities cquired (A) of isposed of (E isposed of (E isposed of (A) or isposed of (D) or isposed of (| Follo (Instr | nount of Securities wing Reported T . 3 and 4) | | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | |
| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | Date I | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | and Expiration Date S | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | | of derivative Securities Beneficially Owned | Ownership Form of Derivative | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Reported Transaction (s) (Instr. 4) | (I) (Instr. | |
| Deferred Stock Units | (1) | 5/20/2011 | | A | | 2010.34 (2) | | 5/20/2012 | (3) | Common Stock | 2010.34 | (2) | 13781.016 (4) | D | |

Explanation of Responses:

- (1) The deferred stock units convert to shares of common stock on a 1-for-1 basis.
- (2) The deferred stock units represent an outside director stock award granted annually to each non-employee director of Aon Corporation.
- (3) The deferred stock units vest over a one-year period, and will convert to and be paid in shares of Aon common stock upon the earlier of: (a) the third anniversary of the date of grant; or (b) the director's termination of service from the Board, in each case unless a timely deferral election is made.
- (4) Includes shares acquired pursuant to dividend reinvestment.

Reporting Owners

| Paparting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|---------|-------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| ROGERS JOHN W JR AON CORPORATION - CORPORATE LAW DEPT | X | | | | | |

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|-------------------------------------|--|--|---|
| 200 EAST RANDOLPH STREET, 8TH FLOOR | | | |
| CHICAGO, IL 60601 | | | ı |

Signatures

/s/ Jennifer L. Kraft - by Jennifer L. Kraft pursuant to a power of attorney from John W. Rogers, Jr.

5/24/2011

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.